

WASATCH MOUNTAIN RAILWAY & DEVELOPMENT COMPANY

P. O. BOX 69 HEBER CITY, UTAH, 84032

April 14, 1971

Dear Stockholders,

We are enclosing a copy of the minutes of our Annual Stockholders meeting and our monthly Directors Meeting for your examination and approval.

PLEASE CHECK CAREFULLY, NOTE ANY DISCREPANCIES AND INFORM US IMMEDIATELY.

If we correct them and have them approved prior to the meetings, this saves a lot of time. Also note the motions that are starred with an asterisk * in the margin. These are the controls and authorities given to the officers and should be checked by both Stockholders and Directors carefully.

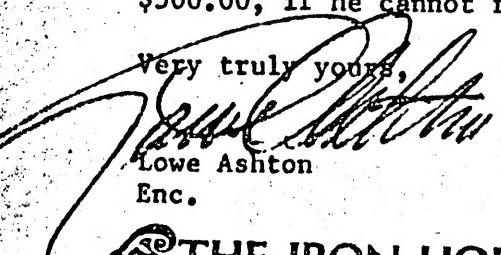
A report on the developments since the meeting:

Our last train should be ready to move into the Valley, Tuesday, April 20th, at 9:30 A.M. We have made tentative arrangements to cross "Nunns" with the Highway Dept. at 10:00 A.M. If any stockholder wishes to ride this train, please let us know immediately as space will be limited on this train. We must know the number of those you wish to have ride before Monday, April 19th.

Dealings with the Highway Department: Meet with Gordon Harmston and Harold Tibbetts and Blain Kay on Tuesday, April 6th, and presented our compromise proposal of State Park acquisition of fee title to land from Deer Creek Dam to Heber City immediately so that we could establish a long term base on that section now, and short term (5 years) on the balance to Bridal Veil Falls. This proposal was then discussed by Gordon Harmston and the Highway Commission on the 9th of April at Delta, and apparently was favorably received. Final decision according to Gordon Harmston is to be made on April 23rd.

We have discussed the house with Mr. Smith, and he is prepared to accept \$500.00, if he cannot find a better price in the next 30 days.

Very truly yours,


Lowe Ashton
Enc.

 THE IRON HORSE TRAIL TO THE ALPS OF UTAH 



MINUTES

WASATCH MOUNTAIN RAILWAY AND DEVELOPMENT CO.

Annual Stockholders Meeting

Saturday, April 3, 1971, 10:00 A.M. Lowe Ashton Residence

Attendance: Lowe Ashton, Don Hoggan, Ed, McLaughlin, Dennis Spendlove, Wes Budd, Dr. Raymond Green, Leon Ritchie, J. R. Edwards Charles H. Neilsen, Del Wallengren and Bill Sweeney.

Presiding: Lowe Ashton

Item # 1 Approval of by-laws

The motion was made by Dr. Raymond Green that the by laws be approved as they stand with the insertion in Article II Section 4 of the word "Utah" and in Article III Section 3 under the Duties of the President, insert the word "checks".....He shall sign all certificates of stock, "checks", notes, drafts....., Article IV, the seal will be purchased as inexpensive as possible and shall have the wording "Wasatch Mountain Railway and Development Company". Seconded by Don Hoggan-PASSED.

Item # 2 Roll Call (Those listed above were present)

Item # 3 Proof of Notice of Meeting

A letter was mailed to each Stockholder on March 29, 1971 informing them of this meeting.

Item # 4 Minutes

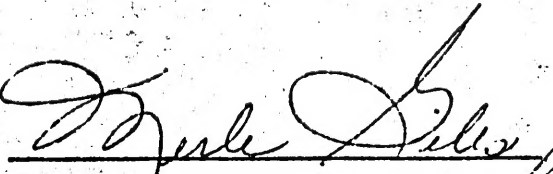
Dr. Raymond Green made the motion that the minutes be accepted as they stand, as each stockholder received a copy by mail and there were no corrections. Seconded-Don Hoggan-PASSED.

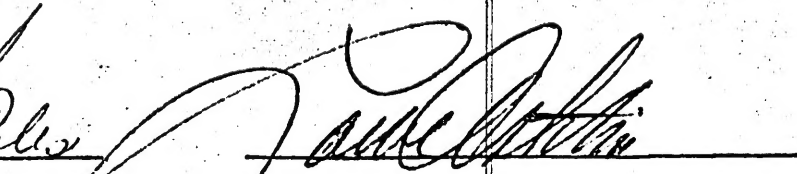
Item # 5 Reports of Officers and Committees and any unfinished business was postponed until the Directors Meeting which followed.

Item # 6 Elections

The by-laws state that Directors needn't be stockholders. J.R. Edwards made the motion that all nine paid Stockholders be elected to the Board of Directors. Seconded-Dr. Raymond Green-PASSED.

The meeting adjourned at 10:30A.M.


Secretary


President

MINUTES

WASATCH MOUNTAIN RAILWAY AND DEVELOPMENT CO.

Board of Directors

Saturday, April 3, 1971, 10:30 A.M. Lowe Ashton Residence

Attendance: Lowe Ashton, Don Hoggan, Ed McLaughlin, Dennis Spendlove
Wes Budd, Dr. Raymond Green, Leon Ritchie, J. R. Edwards,
Charles H. Nielson, Del Wallengren and Bill Sweeney.

Presiding: Lowe Ashton

Item # 1 Unfinished Business

Money: All pledges have been collected or notes made with the Company with the exception of Gordon Mendenhall for \$3,000.00. He has promised to have his money paid in the very near future.

Provo Canyon Land: The Railroad had fee title to the land. At the Vivian Park area the courts awarded a condemnation title which gives 50 feet of land on the North or the water side, and 150 feet on the South or the land side. This is extremely advantageous for us.

Borrowing Money: Lowe Ashton reported having a conference with Byron Cheever, Manager of the Heber Branch of First Security Bank, in which Mr. Cheever stated that he would accept a corporate note, secured by individuals in an amount directly proportionate to stockholder equity, if that is what the stockholders want, for 25,000.00 or more.

Land Acquisition: Del Wallengren reported that the Vivian Park people as yet have not lowered the price from \$150,000.00. They want to sell it all or nothing. The problem is that a large portion of the land area is sheer rock mountain.

Sign Advertising: Leon Ritchie reported that he made a contact in Provo concerning 2 sign spots on the Interstate, but nothing is positive as of now. As a member of the Chamber of Commerce sign committee, Leon is pushing for using the train as the major entity on the sign.

Dr. Raymond Green made the motion that the Wasatch County Chamber of Commerce be given permission to use the name "Heber Creeper" on the sign. Seconded-Wes Budd-PASSED.

Dept. of Highway Problems: Lowe Ashton reported that the Road Commission wants to know who is going to pay for the cost of the new structure below the dam when the new road through Provo Canyon is built. It will be at least 5 years and possibly 9 years before this problem arises, but before signing the land over to the State Park Commission, the Road Commission wants the responsibility for the cost of the structure decided. A Road Commission meeting is being held on April 9, 1971 in Delta, we could go there to discuss the issue.

A discussion was held concerning what the Company might concede in order to operate this summer and secure a long term lease. It was decided that even though the Company needs all of the land leased at this time, request an immediate transfer on the land to the overpass and negotiate a long term lease on the remaining land to Bridal Veil Falls. This would insure that a new road could not by-pass Heber City and it would also give the Railroad at least the right of way around the dam for sure. After the train operation is in full swing, there should be so much traffic due to the success

of the railroad that the Road Commission ought to stand the cost of the structure.

Item # 2 New Business

The legal report will be postponed until the next meeting as Harold Call was unable to attend.

Equipment: Ed McLaughlin reported that the Locomotive # 35 from Scotia California was now at Olmstead and had been fired up. The Locomotive # 110 in the Garfield Western Yard in Salt Lake City is also ready for movement. As soon as the snow melts off the track, the equipment will all be assembled at Olmstead for movement into the Valley. Ed also reported on the budget for operational costs for the next four months.

Track: Dennis Spendlove reported that the track work would cost approximately \$5,000.00 for repair and updating. After discussion this was considered to be too low.

Depot: Wes Budd reported on the renovations of the depot area. Doing only what would be absolutely necessary for an operational season would cost approximately \$18,000.00

Del Wallengren made the motion that the remaining items on the agenda be accepted as they stand and discuss the overall picture. Seconded- J.R. Edwards-PASSED.

In the discussion that followed it was decided that Mr. Duane Smith be offered the sum of \$500.00 for his home. It is very important that the sewer and water connections be left to help with the toilet facilities for the depot area.

Ed McLaughlin will go to Omaha with Jim Berry to meet with the Denver Rio Grande people. They are abandoning the passenger service in Ogden and Wyoming and they may be able to negotiate some equipment for our use.

Del Wallengren made the motion that the budget be accepted as given and that an agenda of the Budget as discussed is made part of the official minutes of the meeting. Seconded-J. R. Edwards-PASSED.

Item # 3 Public Stock Issue

A short recess was held and Mr. Bruce Hafen was introduced to the Board. Mr. Hafen works with the firm of Strong, Poehlmen, and Fox at 315 East 2nd South in the El Paso Natural Gas Building in Salt Lake City, Utah Phone 521-7751. He is an attorney specializing in the public stock issue. A discussion was held relating to the problems of our Company making a public stock issue in the near future.

A motion was made by Del Wallengren that the Company retain Mr. Hafen to help the Company create the public stock offer. Seconded-Bill Sweeney-PASSED.

A motion was made by Bill Sweeney that the officers be retained for the following year by acclamation. Seconded-Del Wallengren-PASSED.

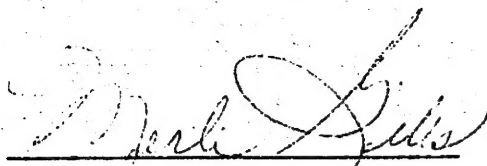
Those who wished rode the Davenport down to Vivian Park to show Mr. Weber, the insurance investigator the equipment and track.

Minutes

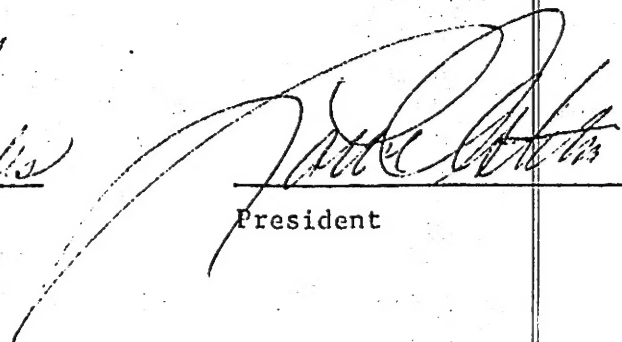
W. H. Mt. Railway

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- The regular business meeting adjourned at 1:45 P.M.



Secretary



President